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	UNITED STA	TES DISTRIC	I COURT		
15	NORTHERN DI	STRICT OF C	ALIFORNIA		
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17	EEDED AL TIDADE COMMISSION	la v	2.22 02000 195		
	FEDERAL TRADE COMMISSION,	Case No.	. 3:22-cv-02880-JSC		
18	DI : 4:CC	(1) SEC	OND AMENDED		
19	Plaintiff,	` ′	OND AMENDED		
וט			ISTRATIVE MOTION SEEKING IN		
20	V.		A TREATMENT OF CERTAIN		
	A HIGD OGOFT GODDOD A TION		TS PURSUANT TO CIVIL L.R. 7-11		
21	MICROSOFT CORPORATION and	AND 79-			
	ACTIVISION BLIZZARD, INC.,	` ′	LARATION OF PAGE ROBINSON		
22	 	IN SUPI	PORT THEREOF		
23	Defendants.	ъ.	TID 4		
ر ک		Date:	TBA		
24		Time:	TBA		
		Dept.:	Courtroom 8—19th Floor		
25		Judge:	Honorable Jacqueline S. Corley		
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Pursuant to Civil Local Rules 7-11 and 79-5 and the June 14th Order Re: Evidentiary Hearing on Preliminary Injunction Motion (ECF No. 76) ("Order"), Defendant Activision Blizzard, Inc. ("Activision") does respectfully move this Court to seal from public disclosure and permit *in camera* treatment of certain exhibits that appear on Plaintiff Federal Trade Commission ("FTC") and Defendants' (collectively, the "Parties") exhibit lists.

On June 14, 2023, the Court issued an Order directing the Parties, among other things, to identify "each exhibit each party intends to offer at the evidentiary hearing either through a witness declaration or live testimony," including "which exhibits are subject to a confidentiality designation and where on the docket the Court can locate a declaration in support of sealing as required by Local Rule 79-5." Order, at Section A.2. On June 18, 19, 21 and 22, 2023, the Parties exchanged their respective exhibit lists, which identify exhibits that the Parties plan to introduce during the evidentiary hearing.

Activision is filing this Second Amended Administrative Motion, which replaces the Amended Administrative Motion filed at ECF 173, to provide the legal bases for sealing the exhibits that appear on the Parties' lists at PX2086.

As described in detail herein, many of the exhibits on the Parties' lists contain highly sensitive and proprietary business information that would injure Activision if made publicly available. The following table describes the highly confidential material found in the exhibits identified in the Parties' exhibit lists and the specific bases supporting sealing of the information. *See* Civ. L.R. 79-5(c). The proposed sealing reflects Activision's good-faith efforts to narrowly seek sealing of only that information which is competitively sensitive and contained in internal documents, the public disclosure of which would cause injury to Activision that cannot be avoided through any more restrictive alternative means:

¹ Activision is filing this motion one day after the parties' completed the exchange of their latest respective exhibit lists, which collectively contain 834 exhibits. Activision is continuing to review the exhibits for the purpose of identifying the contents thereof that warrant sealing, and further attempting to narrow the request for confidential treatment. Activision will file a further amended Administrative Motion should it determine through its ongoing review that it can further narrow its sealing request.

1				
3	Document	Party Seeking to Introduce Exhibit	Information Requested for <i>In</i> <i>Camera</i> Treatment	Basis for <i>In Camera</i> Treatment Request
4			FTC's Exhibit Li	st
5 6 7	PX0004	FTC's Exhibit List	Document Withheld	This exhibit contains non-public and highly sensitive information including, but not limited to, internal decision-making processes,
8 9				investment decisions, strategic evaluation of forward-looking opportunities, market share analyses,
10				assessment of the competitive landscape, business partnerships, terms of existing confidential
11				agreements, revenue figures and projections, and internal presentations
12 13				discussing business strategy, which could be used to injure Activision if
14				made publicly available.
15	PX0060	FTC's Exhibit List	Redacted Version Forthcoming	This portion contains non-public and highly sensitive information
16				including, but not limited to, internal decision-making processes,
17				investment decisions, strategic evaluation of forward-looking
18 19				opportunities, market share analyses, assessment of the competitive
20				landscape, business partnerships, terms of existing confidential agreements, revenue figures and
21				projections, and internal presentations discussing business strategy, which
22				could be used to injure Activision if made publicly available.
23	PX0079	FTC's Exhibit	Redacted Version	This portion contains non-public and
24		List	Forthcoming	highly sensitive information including, but not limited to, internal
25 26				decision-making processes, investment decisions, strategic
27				evaluation of forward-looking opportunities, market share analyses,
28				assessment of the competitive landscape, business partnerships, terms of existing confidential

1 2	Document	Party Seeking to Introduce Exhibit	Information Requested for In Camera Treatment	Basis for <i>In Camera</i> Treatment Request
3 4 5				agreements, revenue figures and projections, and internal presentations discussing business strategy, which could be used to injure Activision if made publicly available.
6 7 8 9 10 11 12 13	PX2002	FTC's Exhibit List	Redacted Version Forthcoming	This portion contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, strategic evaluation of forward-looking opportunities, assessment of the competitive landscape, business partnerships, terms of existing confidential agreements, and revenue figures and projections, which could be used to injure Activision if made publicly available.
14 15 16 17 18	PX2006	FTC's Exhibit List	Redacted Version Forthcoming	This portion contains non-public and highly sensitive information including, but not limited to, internal decision-making processes and strategic evaluation of forward-looking opportunities, which could be used to injure Activision if made publicly available.
19 20 21 22 23 24	PX2008	FTC's Exhibit List	Redacted Version Forthcoming	This portion contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, business partnerships, and terms of existing confidential agreements, which could be used to injure Activision if made publicly available.
2425262728	PX2017	FTC's Exhibit List	Redacted Version Forthcoming	This portion contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, strategic evaluation of forward-looking opportunities, assessment of the competitive landscape, business partnerships, and terms of existing

1 2	Document	Party Seeking to Introduce Exhibit	Information Requested for In Camera Treatment	Basis for In Camera Treatment Request
3				confidential agreements, which could be used to injure Activision if made
5				publicly available.
6	PX2049	FTC's Exhibit	Redacted Version	This portion contains non-public and
7		List	Forthcoming	highly sensitive information including, but not limited to, internal
8				decision-making processes, investment decisions, strategic
9				evaluation of forward-looking opportunities, market share analyses,
10				assessment of the competitive landscape, business partnerships,
11				terms of existing confidential agreements, revenue figures and
12				projections, and internal presentations
13				discussing business strategy, which could be used to injure Activision if
14				made publicly available.
15 16	PX2073	FTC's Exhibit	Document Withheld	This exhibit contains non-public and
17	172075	List	Bocument Witimera	highly sensitive information
18				including, but not limited to, internal decision-making processes,
19				investment decisions, strategic evaluation of forward-looking
20				opportunities, assessment of the competitive landscape, business
21				partnerships, terms of existing confidential agreements, and revenue
22				figures and projections, which could be used to injure Activision if made
23				publicly available.
24	PX2082	FTC's Exhibit List	Document Withheld	This exhibit contains non-public and
25				highly sensitive information including, but not limited to, internal
26				decision-making processes, investment decisions, strategic
27				evaluation of forward-looking opportunities, market share analyses,
28				assessment of the competitive landscape, business partnerships,

1 2	Document	Party Seeking to Introduce Exhibit	Information Requested for <i>In</i> <i>Camera</i> Treatment	Basis for <i>In Camera</i> Treatment Request
3 4				terms of existing confidential agreements, revenue figures and projections, and internal presentations
5				discussing business strategy, which could be used to injure Activision if made publicly available.
6 7	PX2083	FTC's Exhibit List	Document Withheld	This exhibit contains non-public and highly sensitive information
8 9				including, but not limited to, internal decision-making processes, investment decisions, strategic
10				evaluation of forward-looking opportunities, market share analyses,
11				assessment of the competitive landscape, business partnerships,
12				terms of existing confidential agreements, revenue figures and
13 14				projections, and internal presentations discussing business strategy, which
15				could be used to injure Activision if made publicly available.
16	PX2086	FTC's Exhibit	Document Withheld	This exhibit contains non-public and
17		List		highly sensitive information including, but not limited to, internal
18				decision-making processes, investment decisions, strategic
19 20				evaluation of forward-looking opportunities, assessment of the
21				competitive landscape, business partnerships, terms of existing confidential agreements, and internal
22				business strategy, which could be used to injure Activision if made publicly
23				available. In addition, this exhibit contains personal identifiable
24				information, including phone numbers and email addresses.
25 26	PX2093	FTC's Exhibit	Document Withheld	This exhibit contains non-public and
27		List		highly sensitive information including, but not limited to, internal
28				decision-making processes, investment decisions, strategic evaluation of forward-looking

1 2	Document	Party Seeking to Introduce Exhibit	Information Requested for <i>In</i> <i>Camera</i> Treatment	Basis for <i>In Camera</i> Treatment Request
3 4				opportunities, market share analyses, assessment of the competitive landscape, business partnerships,
5				terms of existing confidential agreements, and revenue figures and
6				projections, which could be used to injure Activision if made publicly
7				available.
8 9	PX2094	FTC's Exhibit List	Document Withheld	This exhibit contains non-public and highly sensitive information
10				including, but not limited to, internal decision-making processes,
11				investment decisions, strategic evaluation of forward-looking
12				opportunities, market share analyses, assessment of the competitive
13				landscape, business partnerships, terms of existing confidential
14				agreements, revenue figures and projections, and internal presentations
15 16				discussing business strategy, which could be used to injure Activision if
17				made publicly available.
18	PX2104	FTC's Exhibit List	Redacted Version Forthcoming	This portion contains non-public and highly sensitive information
19				including, but not limited to, internal decision-making processes,
20				investment decisions, strategic evaluation of forward-looking
21				opportunities, market share analyses, assessment of the competitive
22				landscape, business partnerships, terms of existing confidential
23				agreements, and revenue figures and
24				projections, which could be used to injure Activision if made publicly
25				available.
26	PX2107	FTC's Exhibit List	Document Withheld	This exhibit contains non-public and highly sensitive information
27				including, but not limited to, internal decision-making processes,
28				investment decisions, strategic evaluation of forward-looking

1	Document	Party Seeking	Information	Basis for In Camera Treatment
2		to Introduce Exhibit	Requested for In Camera Treatment	Request
3 4 5				opportunities, market share analyses, business partnerships, terms of existing confidential agreements, revenue figures and projections, and internal presentations discussing
6 7				business strategy, which could be used to injure Activision if made publicly available.
8 9	PX2113	FTC's Exhibit List	Document Withheld	This exhibit contains non-public and highly sensitive information
10				including, but not limited to, internal decision-making processes, investment decisions, strategic
11				evaluation of forward-looking opportunities, market share analyses,
12				assessment of the competitive
13				landscape, business partnerships, terms of existing confidential
14				agreements, revenue figures and projections, and internal presentations
15 16				discussing business strategy, which could be used to injure Activision if made publicly available.
17	DV2115		D (W/41.11	
18	PX2115	FTC's Exhibit List	Document Withheld	This exhibit contains non-public and highly sensitive information
19				including, but not limited to, internal decision-making processes,
20				investment decisions, strategic evaluation of forward-looking
21				opportunities, market share analyses, assessment of the competitive
22				landscape, business partnerships, terms of existing confidential
23				agreements, revenue figures and
24				projections, and internal presentations discussing business strategy, which
25				could be used to injure Activision if made publicly available.
26	PX2133	FTC's Exhibit	Document Withheld	This exhibit contains non-public and
27		List		highly sensitive information including, but not limited to, internal
28				decision-making processes, investment decisions, strategic

1 2	Document	Party Seeking to Introduce Exhibit	Information Requested for <i>In</i> <i>Camera</i> Treatment	Basis for <i>In Camera</i> Treatment Request
3 4				evaluation of forward-looking opportunities, market share analyses, assessment of the competitive
5				landscape, business partnerships, terms of existing confidential
6				agreements, and revenue figures and projections, which could be used to
7 8				injure Activision if made publicly available.
9	PX2138	FTC's Exhibit List	Document Withheld	This exhibit contains non-public and highly sensitive information
10				including, but not limited to, internal decision-making processes,
11				investment decisions, strategic evaluation of forward-looking
12				opportunities, market share analyses, assessment of the competitive
13 14				landscape, business partnerships, terms of existing confidential
15				agreements, revenue figures and projections, and internal presentations
16				discussing business strategy, which could be used to injure Activision if
17				made publicly available.
18	PX2139	FTC's Exhibit List	Document Withheld	This exhibit contains non-public and highly sensitive information
19				including, but not limited to, internal decision-making processes,
20 21				investment decisions, strategic evaluation of forward-looking
22				opportunities, assessment of the competitive landscape, business
23				partnerships, terms of existing confidential agreements, and revenue
24				figures and projections, which could be used to injure Activision if made
25	DV0157	ETC: E 131	D (377.11.11	publicly available.
26	PX2157	FTC's Exhibit List	Document Withheld	This exhibit contains non-public and highly sensitive information
27 28				including, but not limited to, internal decision-making processes, investment decisions, strategic
				evaluation of forward-looking

1 2	Document	Party Seeking to Introduce Exhibit	Information Requested for <i>In</i> <i>Camera</i> Treatment	Basis for In Camera Treatment Request
3 4				opportunities, market share analyses, assessment of the competitive landscape, business partnerships,
5				terms of existing confidential agreements, revenue figures and
6				projections, and internal presentations discussing business strategy, which
7 8				could be used to injure Activision if made publicly available.
9	PX2159	FTC's Exhibit List	Document Withheld	This exhibit contains non-public and highly sensitive information
10				including, but not limited to, strategic evaluation of forward-looking
11				opportunities, assessment of the competitive landscape, business
12				partnerships, terms of existing confidential agreements, revenue
13 14				figures and projections, and internal presentations discussing business
15				strategy, which could be used to injure Activision if made publicly available.
16	PX2160	FTC's Exhibit List	Document Withheld	This exhibit contains non-public and
17		List		highly sensitive information including, but not limited to, internal decision-making processes,
18 19				investment decisions, strategic evaluation of forward-looking
20				opportunities, market share analyses, assessment of the competitive
21				landscape, business partnerships, terms of existing confidential
22				agreements, revenue figures and projections, and internal presentations
23				discussing business strategy, which could be used to injure Activision if
24 25				made publicly available.
26	PX2167	FTC's Exhibit List	Document Withheld	This exhibit contains non-public and highly sensitive information
27				including, but not limited to, internal decision-making processes,
28				investment decisions, strategic evaluation of forward-looking opportunities, market share analyses,

1	Document	Party Seeking	Information	Basis for In Camera Treatment
2	Document	to Introduce Exhibit	Requested for In Camera Treatment	Request
3 4				assessment of the competitive landscape, business partnerships, terms of existing confidential
5				agreements, revenue figures and projections, and internal presentations
6 7				discussing business strategy, which could be used to injure Activision if made publicly available.
				1
8 9	PX2170	FTC's Exhibit List	Document Withheld	This exhibit contains non-public and highly sensitive information
10				including, but not limited to, business partnerships and terms of existing
11				confidential agreements, which could be used to injure Activision if made publicly available.
12	DV2102		D (W741-11	
13	PX2183	FTC's Exhibit List	Document Withheld	This exhibit contains non-public and highly sensitive information
14				including, but not limited to, internal decision-making processes,
15				investment decisions, strategic evaluation of forward-looking
16 17				opportunities, assessment of the competitive landscape, business
18				partnerships, revenue figures and projections, and internal presentations
19				discussing business strategy, which could be used to injure Activision if
20				made publicly available.
21	PX2186	FTC's Exhibit List	Document Withheld	This exhibit contains non-public and highly sensitive information
22				including, but not limited to, internal
23				decision-making processes, investment decisions, strategic
24				evaluation of forward-looking opportunities, market share analyses,
25				assessment of the competitive landscape, business partnerships,
26				terms of existing confidential
27				agreements, revenue figures and projections, and internal presentations
28				discussing business strategy, which could be used to injure Activision if

1	Document	Party Seeking to Introduce	Information Requested for <i>In</i>	Basis for <i>In Camera</i> Treatment Request
2		Exhibit	Camera Treatment	
3				made publicly available.
4				
5				
6	PX2189	FTC's Exhibit List	Document Withheld	This exhibit contains non-public and
7		List		highly sensitive information including, but not limited to, internal
8				decision-making processes, investment decisions, strategic
9				evaluation of forward-looking opportunities, market share analyses,
10				assessment of the competitive landscape, business partnerships,
11 12				terms of existing confidential agreements, revenue figures and
13				projections, and internal presentations
14				discussing business strategy, which could be used to injure Activision if
15				made publicly available.
16	PX2197	FTC's Exhibit List	Redacted Version Forthcoming	This portion contains non-public and highly sensitive information
17				including, but not limited to, internal
18				decision-making processes, strategic evaluation of forward-looking
19				opportunities, assessment of the competitive landscape, and business
20				partnerships, which could be used to injure Activision if made publicly
21				available.
22	PX2198	FTC's Exhibit List	Redacted Version Forthcoming	This portion contains non-public and highly sensitive information
23		List	Tortheoming	including, but not limited to, internal
24				decision-making processes, investment decisions, strategic
25				evaluation of forward-looking opportunities, assessment of the
26				competitive landscape, business partnerships, terms of existing
27				confidential agreements, and revenue
28				figures and projections, which could be used to injure Activision if made

1 2	Document	Party Seeking to Introduce Exhibit	Information Requested for In Camera Treatment	Basis for In Camera Treatment Request
3				publicly available.
4 5				
6 7	PX2199	FTC's Exhibit List	Redacted Version Forthcoming	This portion contains non-public and highly sensitive information
8				including, but not limited to, internal decision-making processes,
9				investment decisions, strategic
10				evaluation of forward-looking opportunities, market share analyses,
11				assessment of the competitive landscape, business partnerships,
12				terms of existing confidential agreements, revenue figures and
13				projections, and internal presentations discussing business strategy, which
14				could be used to injure Activision if made publicly available.
15	PX2203	FTC's Exhibit	Redacted Version	2
16	1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1	List	Forthcoming	This portion contains non-public and highly sensitive information
17				including, but not limited to, internal decision-making processes, strategic
18				evaluation of forward-looking opportunities, assessment of the
19				competitive landscape, business partnerships, revenue figures and
20				projections, and internal presentations discussing business strategy, which
21				could be used to injure Activision if
22	DYVOO			made publicly available.
23	PX2265	FTC's Exhibit List	Document Withheld	This exhibit contains non-public and highly sensitive information
24				including, but not limited to, internal decision-making processes,
25				investment decisions, strategic evaluation of forward-looking
26				opportunities, market share analyses,
27				assessment of the competitive landscape, business partnerships,
28				terms of existing confidential agreements, and revenue figures and

1 2	Document	Party Seeking to Introduce Exhibit	Information Requested for <i>In</i> <i>Camera</i> Treatment	Basis for <i>In Camera</i> Treatment Request
3 4				projections, which could be used to injure Activision if made publicly available.
5				
6	PX2282	FTC's Exhibit List	Redacted Version Forthcoming	This portion contains non-public and
7 8		List	Torthcoming	highly sensitive information including, but not limited to, internal decision-making processes,
9				investment decisions, strategic evaluation of forward-looking
10				opportunities, revenue figures and projections, and internal presentations
11				discussing business strategy, which could be used to injure Activision if
12 13	PX2283	FTC's Exhibit	Redacted Version	made publicly available. This portion contains non-public and
14	1 742203	List	Forthcoming	highly sensitive information including, but not limited to, internal
15				decision-making processes, assessment of the competitive
16 17				landscape, business partnerships, and revenue figures and projections, which
18				could be used to injure Activision if made publicly available.
19	PX2285	FTC's Exhibit List	Document Withheld	This exhibit contains non-public and highly sensitive information
20				including, but not limited to, internal decision-making processes, strategic
21 22				evaluation of forward-looking opportunities, assessment of the
23				competitive landscape, business partnerships, revenue figures and
24				projections, and internal presentations discussing business strategy, which could be used to injure Activision if
25				made publicly available.
26 27	PX2288	FTC's Exhibit List	Document Withheld	This exhibit contains non-public and highly sensitive information
28				including, but not limited to, internal decision-making processes, investment decisions, and strategic

1 2	Document	Party Seeking to Introduce Exhibit	Information Requested for <i>In</i> <i>Camera</i> Treatment	Basis for In Camera Treatment Request
3 4 5				evaluation of forward-looking opportunities, which could be used to injure Activision if made publicly available.
6 7 8 9 0 1 2	PX2391	FTC's Exhibit List	Document Withheld	This exhibit contains non-public and highly sensitive information including, but not limited to, strategic evaluation of forward-looking opportunities, assessment of the competitive landscape, business partnerships, terms of existing confidential agreements, and revenue figures and projections, which could be used to injure Activision if made publicly available.
3 4 5 6 7 8 9	PX2392	FTC's Exhibit List	Document Withheld	This exhibit contains non-public and highly sensitive information including, but not limited to, strategic evaluation of forward-looking opportunities, assessment of the competitive landscape, business partnerships, terms of existing confidential agreements, and revenue figures and projections, which could be used to injure Activision if made publicly available.
0 1 2 3 4 5 6	PX2393	FTC's Exhibit List	Redacted Version Forthcoming	This portion contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, strategic evaluation of forward-looking opportunities, assessment of the competitive landscape, business partnerships, and terms of existing confidential agreements, which could be used to injure Activision if made publicly available.
.7 .8	PX2396	FTC's Exhibit List	Document Withheld	This exhibit contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, strategic

Document	Party Seeking to Introduce Exhibit	Information Requested for <i>In</i> <i>Camera</i> Treatment	Basis for In Camera Treatment Request
			evaluation of forward-looking opportunities, assessment of the competitive landscape, and business partnerships, which could be used to injure Activision if made publicly available.
PX2406	FTC's Exhibit List	Redacted Version Forthcoming	This portion contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, strategic evaluation of forward-looking opportunities, and business partnerships, which could be used to injure Activision if made publicly available.
PX2410	FTC's Exhibit List	Document Withheld	This exhibit contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, and strategic evaluation of forward-looking opportunities, which could be used to injure Activision if made publicly available.
PX2415	FTC's Exhibit List	Document Withheld	This exhibit contains non-public and highly sensitive information including, but not limited to, strategic evaluation of forward-looking opportunities, assessment of the competitive landscape, business partnerships, terms of existing confidential agreements, and revenue figures and projections, which could be used to injure Activision if made publicly available.
PX2419	FTC's Exhibit List	Document Withheld	This exhibit contains non-public and highly sensitive information including, but not limited to, strategic evaluation of forward-looking opportunities, assessment of the competitive landscape, business partnerships, terms of existing

Document	Party Seeking to Introduce Exhibit	Information Requested for <i>In</i> <i>Camera</i> Treatment	Basis for <i>In Camera</i> Treatment Request
			confidential agreements, and revenue figures and projections, which could be used to injure Activision if made publicly available.
PX2421	FTC's Exhibit List	Redacted Version Forthcoming	This portion contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, strategic evaluation of forward-looking opportunities, assessment of the competitive landscape, business partnerships, and terms of existing confidential agreements, which could be used to injure Activision if made publicly available.
PX2443	FTC's Exhibit List	Document Withheld	This exhibit contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, strategic evaluation of forward-looking opportunities, assessment of the competitive landscape, and business partnerships, which could be used to injure Activision if made publicly available.
PX7000	FTC's Exhibit List	Document Withheld	This exhibit contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, strategic evaluation of forward-looking opportunities, assessment of the competitive landscape, and business partnerships, which could be used to injure Activision if made publicly available.
PX70001	FTC's Exhibit List	Document Withheld	This exhibit contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, strategic evaluation of forward-looking opportunities, assessment of the competitive landscape, and business

Document	Party Seeking to Introduce Exhibit	Information Requested for <i>In</i> <i>Camera</i> Treatment	Basis for In Camera Treatment Request
			partnerships, which could be used to injure Activision if made publicly available.
PX7004	FTC's Exhibit List	Document Withheld	This exhibit contains non-public and highly sensitive information
			including, but not limited to, internal decision-making processes, strategic
			evaluation of forward-looking opportunities, assessment of the
			competitive landscape, and business
			partnerships, which could be used to injure Activision if made publicly available.
PX7006	FTC's Exhibit	Document Withheld	This exhibit contains non-public and
	List		highly sensitive information including, but not limited to, internal
			decision-making processes, strategic evaluation of forward-looking
			opportunities, assessment of the competitive landscape, and business
			partnerships, which could be used to injure Activision if made publicly
			available.
PX7008	FTC's Exhibit List	Document Withheld	This exhibit contains non-public and highly sensitive information
			including, but not limited to, internal decision-making processes, strategic
			evaluation of forward-looking opportunities, assessment of the
			competitive landscape, and business partnerships, which could be used to
			injure Activision if made publicly
DVZ000	ETC: E 131	D (177.11.11	available.
PX7030	FTC's Exhibit List	Document Withheld	This exhibit contains non-public and highly sensitive information
			including, but not limited to, internal decision-making processes, strategic
			evaluation of forward-looking opportunities, assessment of the
			competitive landscape, and business partnerships, which could be used to injure Activision if made publicly

1	Document	Party Seeking	Information	Basis for <i>In Camera</i> Treatment
2		to Introduce Exhibit	Requested for In Camera Treatment	Request
3				available.
4				
5	PX7033	FTC's Exhibit List	Document Withheld	This exhibit contains non-public and highly sensitive information
6				including, but not limited to, internal decision-making processes, strategic
7				evaluation of forward-looking
8				opportunities, assessment of the competitive landscape, and business
9 10				partnerships, which could be used to injure Activision if made publicly available.
11	PX7035	FTC's Exhibit	Document Withheld	This exhibit contains non-public and
12		List		highly sensitive information including, but not limited to, internal
13				decision-making processes, strategic evaluation of forward-looking
14				opportunities, assessment of the
15				competitive landscape, and business partnerships, which could be used to
16				injure Activision if made publicly available.
17	PX7038	FTC's Exhibit	Document Withheld	This exhibit contains non-public and
18		List		highly sensitive information including, but not limited to, internal
19				decision-making processes, strategic evaluation of forward-looking
20				opportunities, assessment of the
21				competitive landscape, and business partnerships, which could be used to
22 23				injure Activision if made publicly available.
$\begin{bmatrix} 23 \\ 24 \end{bmatrix}$	PX7039	FTC's Exhibit	Document Withheld	This exhibit contains non-public and
$\begin{bmatrix} 24 \\ 25 \end{bmatrix}$		List		highly sensitive information including, but not limited to, internal
$\begin{bmatrix} 25 \\ 26 \end{bmatrix}$				decision-making processes, strategic evaluation of forward-looking
$\begin{bmatrix} 20 \\ 27 \end{bmatrix}$				opportunities, assessment of the
28				competitive landscape, and business partnerships, which could be used to injure Activision if made publicly

1 2	Document	Party Seeking to Introduce Exhibit	Information Requested for In Camera Treatment	Basis for <i>In Camera</i> Treatment Request
3				available.
4				
5	PX7052	FTC's Exhibit List	Document Withheld	This exhibit contains non-public and highly sensitive information
6				including, but not limited to, internal decision-making processes, strategic
7				evaluation of forward-looking opportunities, assessment of the
8 9				competitive landscape, and business partnerships, which could be used to
10				injure Activision if made publicly available.
11			Defendants' Exhibit	List
12	RX1001	Defendants'	Document Withheld	This exhibit contains non-public and highly sensitive information
13		Exhibit List		including, but not limited to, internal
14				decision-making processes, investment decisions, strategic
15				evaluation of forward-looking opportunities, assessment of the
16 17				competitive landscape, business partnerships, terms of existing
18				confidential agreements, and revenue figures and projections, which could
19				be used to injure Activision if made publicly available.
20				
21	RX1002	Defendants' Exhibit List	Redacted Version Forthcoming	This portion contains non-public and highly sensitive information
22				including, but not limited to, internal
23				decision-making processes, investment decisions, strategic
24				evaluation of forward-looking opportunities, revenue figures and
25				projections, and internal business strategy, which could be used to injure
26				Activision if made publicly available.

1 Document	Party Seeking to Introduce Exhibit	Information Requested for <i>In</i> <i>Camera</i> Treatment	Basis for In Camera Treatment Request
3 4 RX1006	Defendants' Exhibit List	Redacted Version Forthcoming	This portion contains non-public and highly sensitive information including, but not limited to, strategic
5 6			evaluation of forward-looking opportunities, assessment of the
7			competitive landscape, business partnerships, revenue figures and projections, and internal business
8			strategy and analysis, which could be used to injure Activision if made
9			publicly available.
RX1008	Defendants' Exhibit List	Redacted Version Forthcoming	This portion contains non-public and
	Exmon List	Tortifeoining	highly sensitive information including, but not limited to, internal
			decision-making processes, investment decisions, strategic
			evaluation of forward-looking opportunities, market share analyses,
			assessment of the competitive landscape, business partnerships,
			terms of existing confidential agreements, revenue figures and
			projections, and internal presentations discussing business strategy, which
			could be used to injure Activision if made publicly available.
RX1011	Defendants'	Document Withheld	This exhibit contains non-public and
	Exhibit List		highly sensitive information including, but not limited to, internal
			decision-making processes, investment decisions, strategic
			evaluation of forward-looking opportunities, assessment of the
			competitive landscape, business partnerships, terms of existing
			confidential agreements, revenue figures and projections, and internal
			business strategy, which could be used to injure Activision if made publicly
,			available.

1				
2	Document	Party Seeking to Introduce Exhibit	Information Requested for In Camera Treatment	Basis for <i>In Camera</i> Treatment Request
3 4	RX1012	Defendants' Exhibit List	Document Withheld	This exhibit contains non-public and highly sensitive information
5				including, but not limited to, internal decision-making processes, strategic
6				evaluation of forward-looking opportunities, business partnerships, terms of existing confidential
7				agreements, and internal business strategy, which could be used to injure
8				Activision if made publicly available.
9 10	DV1012	D.C. 1. (2)	D 1 (177)	This portion contains non-public and
11	RX1013	Defendants' Exhibit List	Redacted Version Forthcoming	highly sensitive information including, but not limited to, internal
12				decision-making processes, strategic evaluation of forward-looking
13				opportunities, assessment of the competitive landscape, business
14 15				partnerships, terms of existing confidential agreements, and internal
16				business strategy, which could be used to injure Activision if made publicly available.
17				This portion contains non-public and
18	RX1015	Defendants' Exhibit List	Redacted Version Forthcoming	highly sensitive information including, but not limited to, internal
19				decision-making processes, strategic evaluation of forward-looking
20 21				opportunities, assessment of the competitive landscape, business
$\begin{bmatrix} 21 \\ 22 \end{bmatrix}$				partnerships, terms of existing confidential agreements, and internal
23				business strategy, which could be used to injure Activision if made publicly
24				available.
25	RX1016	Defendants' Exhibit List	Redacted Version Forthcoming	This portion contains non-public and highly sensitive information
26 27				including, but not limited to, internal decision-making processes, strategic
28				evaluation of forward-looking opportunities, business partnerships, terms of existing confidential

1	Document	Party Seeking to Introduce	Information Requested for <i>In</i>	Basis for <i>In Camera</i> Treatment Request
2		Exhibit	Camera Treatment	Request
3				agreements, and internal business strategy, which could be used to injure
4				Activision if made publicly available.
5				
6	RX1017	Defendants'	Redacted Version	This portion contains non-public and highly sensitive information
7		Exhibit List	Forthcoming	including, but not limited to, internal
8				decision-making processes, investment decisions, strategic
9				evaluation of forward-looking opportunities, assessment of the
10				competitive landscape, business partnerships, revenue figures and
11				projections, and internal business
12				strategy, which could be used to injure Activision if made publicly available.
13	DV1010	D 6 1 1	D 1 . 177 .	This portion contains non-public and
14	RX1018	Defendants' Exhibit List	Redacted Version Forthcoming	highly sensitive information including, but not limited to, internal
15				decision-making processes, strategic
16				evaluation of forward-looking opportunities, business partnerships,
17				and internal business strategy, which could be used to injure Activision if
18				made publicly available.
19	RX1019	Defendants'	Redacted Version	This portion contains non-public and
20		Exhibit List	Forthcoming	highly sensitive information including, but not limited to, internal
21				decision-making processes, strategic evaluation of forward-looking
22				opportunities, business partnerships,
23				terms of existing confidential agreements, and internal business
24				strategy, which could be used to injure Activision if made publicly available.
25				rica vision if made publicly available.
26				

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27

1	Document	Party Seeking	Information	Basis for In Camera Treatment
2		to Introduce Exhibit	Requested for In Camera Treatment	Request
3 4	RX1020	Defendants' Exhibit List	Document Withheld	This exhibit contains non-public and highly sensitive information including, but not limited to, internal
5				decision-making processes, investment decisions, strategic
6				evaluation of forward-looking opportunities, market share analyses,
7				assessment of the competitive landscape, business partnerships,
8				terms of existing confidential agreements, and revenue figures and
9 10				projections, which could be used to injure Activision if made publicly
11				available.
12	RX1021	Defendants' Exhibit List	Document Withheld	This exhibit contains non-public and highly sensitive information
13				including, but not limited to, internal decision-making processes,
14				investment decisions, strategic evaluation of forward-looking
15 16				opportunities, market share analyses, assessment of the competitive
17				landscape, business partnerships, terms of existing confidential
18				agreements, and revenue figures and projections, which could be used to
19				injure Activision if made publicly available.
20	RX1022	Defendants'	Redacted Version	This portion contains non-public and
21		Exhibit List	Forthcoming	highly sensitive information including, but not limited to, internal decision making processes
22 23				decision-making processes, investment decisions, strategic
24				evaluation of forward-looking opportunities, market share analyses,
25				assessment of the competitive landscape, business partnerships,
26				terms of existing confidential agreements, revenue figures and
27				projections, and internal presentations discussing business strategy, which could be used to injure Activision if
28				made publicly available.

1 2	Document	Party Seeking to Introduce Exhibit	Information Requested for <i>In</i> Camera Treatment	Basis for <i>In Camera</i> Treatment Request
3				
4				
5				
6	RX1024	Defendants'	Redacted Version	This portion contains non-public and
7		Exhibit List	Forthcoming	highly sensitive information including, but not limited to, internal
8				decision-making processes, investment decisions, strategic
9				evaluation of forward-looking opportunities, market share analyses,
10				assessment of the competitive
11				landscape, business partnerships, terms of existing confidential
12				agreements, revenue figures and projections, and internal presentations
13				discussing business strategy, which could be used to injure Activision if
14				made publicly available.
15	RX1026	Defendants'	Document Withheld	This exhibit contains non-public and
16		Exhibit List		highly sensitive information including, but not limited to, internal
17				decision-making processes, investment decisions, strategic
18				evaluation of forward-looking opportunities, market share analyses,
19				assessment of the competitive landscape, business partnerships,
20				terms of existing confidential
21 22				agreements, revenue figures and projections, and internal presentations
23				discussing business strategy, which could be used to injure Activision if
24				made publicly available.
25	RX1027	Defendants'	Redacted Version	This portion contains non-public and highly sensitive information
26		Exhibit List	Forthcoming	including, but not limited to, internal
27				decision-making processes, investment decisions, strategic
28				evaluation of forward-looking opportunities, market share analyses,
20				assessment of the competitive

1 2	Document	Party Seeking to Introduce Exhibit	Information Requested for <i>In</i> <i>Camera</i> Treatment	Basis for <i>In Camera</i> Treatment Request
3 4				landscape, business partnerships, terms of existing confidential agreements, revenue figures and
5				projections, and internal presentations discussing business strategy, which
6 7				could be used to injure Activision if made publicly available.
8	RX1030	Defendants' Exhibit List	Redacted Version Forthcoming	This portion contains non-public and highly sensitive information
9				including, but not limited to, internal decision-making processes, investment decisions, strategic
10 11				evaluation of forward-looking opportunities, market share analyses,
12				assessment of the competitive landscape, business partnerships,
13				terms of existing confidential agreements, revenue figures and projections, and internal presentations
14 15				discussing business strategy, which could be used to injure Activision if
16				made publicly available.
17	RX1031	Defendants' Exhibit List	Document Withheld	This exhibit contains non-public and highly sensitive information
18 19				including, but not limited to, internal decision-making processes,
20				investment decisions, strategic evaluation of forward-looking opportunities, market share analyses,
21				assessment of the competitive landscape, business partnerships,
22				terms of existing confidential agreements, revenue figures and
23 24				projections, and internal presentations discussing business strategy, which
25				could be used to injure Activision if made publicly available.
26	RX1032	Defendants'	Document Withheld	This exhibit contains non-public and highly sensitive information
27 28		Exhibit List		including, but not limited to, internal decision-making processes, investment decisions, strategic

1	Document	Party Seeking to Introduce	Information Requested for <i>In</i>	Basis for In Camera Treatment
2		Exhibit	Camera Treatment	Request
3 4 5				evaluation of forward-looking opportunities, market share analyses, assessment of the competitive landscape, business partnerships,
6				terms of existing confidential agreements, revenue figures and
7				projections, and internal presentations discussing business strategy, which
8				could be used to injure Activision if made publicly available.
9 10 11 12 13 14 15 16 17	RX1033	Defendants' Exhibit List	Redacted Version Forthcoming	This portion contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, strategic evaluation of forward-looking opportunities, market share analyses, assessment of the competitive landscape, business partnerships, terms of existing confidential agreements, revenue figures and projections, and internal presentations discussing business strategy, which could be used to injure Activision if made publicly available.
18 19 20 21 22 23 24 25 26 27	RX1036	Defendants' Exhibit List	Redacted Version Forthcoming	This portion contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, strategic evaluation of forward-looking opportunities, market share analyses, assessment of the competitive landscape, business partnerships, terms of existing confidential agreements, revenue figures and projections, and internal presentations discussing business strategy, which could be used to injure Activision if made publicly available.

1	Document	Party Seeking	Information	Basis for In Camera Treatment
2		to Introduce Exhibit	Requested for In Camera Treatment	Request
3 4	RX1038	Defendants' Exhibit List	Document Withheld	This exhibit contains non-public and highly sensitive information
5				including, but not limited to, internal decision-making processes, investment decisions, strategic
6				evaluation of forward-looking opportunities, market share analyses,
7				assessment of the competitive
8				landscape, business partnerships, terms of existing confidential
9				agreements, revenue figures and projections, and internal presentations
10				discussing business strategy, which could be used to injure Activision if
11 12				made publicly available.
13	RX1041	Defendants' Exhibit List	Document Withheld	This exhibit contains non-public and highly sensitive information
14				including, but not limited to, internal decision-making processes,
15				investment decisions, strategic evaluation of forward-looking
16				opportunities, market share analyses, assessment of the competitive
17				landscape, business partnerships, terms of existing confidential
18				agreements, revenue figures and projections, and internal presentations
19				discussing business strategy, which could be used to injure Activision if
20				made publicly available.
21 22	RX1042	Defendants'	Document Withheld	This exhibit contains non-public and highly sensitive information
23		Exhibit List		including, but not limited to, internal decision-making processes,
24				investment decisions, strategic
25				evaluation of forward-looking opportunities, market share analyses,
26				assessment of the competitive landscape, business partnerships,
27				terms of existing confidential agreements, revenue figures and
28				projections, and internal presentations discussing business strategy, which

1	Document	Party Seeking	Information	Basis for In Camera Treatment
2		to Introduce Exhibit	Requested for <i>In Camera</i> Treatment	Request
3				could be used to injure Activision if made publicly available.
5				
6	RX1044	Defendants'	Document Withheld	This exhibit contains non-public and highly sensitive information
7		Exhibit List		including, but not limited to, internal decision-making processes,
8 9				investment decisions, strategic evaluation of forward-looking
10				opportunities, market share analyses, assessment of the competitive
11				landscape, business partnerships, terms of existing confidential
12				agreements, revenue figures and projections, and internal presentations
13 14				discussing business strategy, which could be used to injure Activision if
15				made publicly available.
16	RX1047	Defendants' Exhibit List	Redacted Version Forthcoming	This portion contains non-public and highly sensitive information including, but not limited to, internal
17				decision-making processes, strategic evaluation of forward-looking
18				opportunities, assessment of the competitive landscape, and internal
19 20				presentations discussing business strategy, which could be used to injure
21				Activision if made publicly available.
22	RX1048	Defendants' Exhibit List	Redacted Version Forthcoming	This portion contains non-public and highly sensitive information
23				including, but not limited to, internal decision-making processes, strategic evaluation of forward-looking
24 25				opportunities, market share analyses, assessment of the competitive
26				landscape, business partnerships, terms of existing confidential
27				agreements, and revenue figures and projections, which could be used to
28				injure Activision if made publicly available.

1	Document	Party Seeking	Information	Basis for In Camera Treatment
2		to Introduce Exhibit	Requested for In Camera Treatment	Request
3				
4				
5				
6	DV/1050	D 6 1 4 2	D (W7.11-11	This exhibit contains non-public and
7	RX1259	Defendants' Exhibit List	Document Withheld	highly sensitive information
8				including, but not limited to, internal decision-making processes, strategic
				evaluation of forward-looking
9				opportunities, market share analyses, assessment of the competitive
10				landscape, business partnerships, terms of existing confidential
11				agreements, revenue figures and
12				projections, and internal presentations discussing business strategy, which
13				could be used to injure Activision if
14				made publicly available.
15	RX1260	Defendants'	Document Withheld	This exhibit contains non-public and
	1411200	Exhibit List		highly sensitive information including, but not limited to, internal
16				decision-making processes,
17				investment decisions, strategic evaluation of forward-looking
18				opportunities, market share analyses,
19				assessment of the competitive landscape, business partnerships,
20				terms of existing confidential
21				agreements, revenue figures and projections, and internal presentations
22				discussing business strategy, which
				could be used to injure Activision if made publicly available.
23				1 ,
24	RX1273	Defendants'	Document Withheld	This exhibit contains non-public and highly sensitive information
25		Exhibit List		including, but not limited to, internal
26				decision-making processes, investment decisions, strategic
27				evaluation of forward-looking
28				opportunities, market share analyses, assessment of the competitive
40				landscape, business partnerships,

1	Document	Party Seeking	Information	Basis for In Camera Treatment
2		to Introduce Exhibit	Requested for In Camera Treatment	Request
3 4 5				terms of existing confidential agreements, revenue figures and projections, and internal presentations discussing business strategy, which
6				could be used to injure Activision if made publicly available.
7	RX1275	Defendants'	Redacted Version	This portion contains non-public and
8		Exhibit List	Forthcoming	highly sensitive information including, but not limited to, internal
9				decision-making processes, investment decisions, strategic
10				evaluation of forward-looking opportunities, assessment of the
11				competitive landscape, business partnerships, terms of existing
12				confidential agreements, and revenue figures and projections, which could
13 14				be used to injure Activision if made publicly available.
15	RX1276	Defendants'	Document Withheld	This exhibit contains non-public and highly sensitive information
16		Exhibit List		including, but not limited to, internal decision-making processes,
17				investment decisions, strategic evaluation of forward-looking
18				opportunities, assessment of the
19				competitive landscape, business partnerships, terms of existing
20				confidential agreements, and revenue figures and projections, which could
21				be used to injure Activision if made publicly available.
22				This portion contains non-public and
23	RX1281	Defendants' Exhibit List	Redacted Version Forthcoming	highly sensitive information
24				including, but not limited to, internal decision-making processes, strategic
25				evaluation of forward-looking opportunities, assessment of the
26				competitive landscape, which could be used to injure Activision if made
27				publicly available.
28				

1	Document	Party Seeking	Information	Basis for In Camera Treatment
2		to Introduce Exhibit	Requested for In Camera Treatment	Request
3 4	RX1282	Defendants' Exhibit List	Document Withheld	This exhibit contains non-public and highly sensitive information
5				including, but not limited to, internal decision-making processes,
6				investment decisions, strategic evaluation of forward-looking opportunities, market share analyses,
7				assessment of the competitive landscape, business partnerships,
8				terms of existing confidential agreements, revenue figures and
9				projections, and internal presentations discussing business strategy, which
11				could be used to injure Activision if made publicly available.
12	RX1284	Defendants'	Document Withheld	This exhibit contains non-public and
13		Exhibit List		highly sensitive information including, but not limited to, internal
14 15				decision-making processes, investment decisions, strategic evaluation of forward-looking
16				opportunities, market share analyses, assessment of the competitive
17				landscape, business partnerships, terms of existing confidential
18				agreements, revenue figures and projections, and internal presentations
19 20				discussing business strategy, which could be used to injure Activision if
20 21				made publicly available.
22	RX1285	Defendants' Exhibit List	Document Withheld	This exhibit contains non-public and highly sensitive information
23				including, but not limited to, internal decision-making processes,
24				investment decisions, strategic evaluation of forward-looking opportunities, market share analyses,
25 26				assessment of the competitive landscape, business partnerships,
27				terms of existing confidential agreements, revenue figures and
28				projections, and internal presentations discussing business strategy, which

1 2	Document	Party Seeking to Introduce Exhibit	Information Requested for <i>In</i> <i>Camera</i> Treatment	Basis for <i>In Camera</i> Treatment Request
3 4				could be used to injure Activision if made publicly available.
5				
6 7 8 9 10 11	RX1286	Defendants' Exhibit List	Redacted Version Forthcoming	This portion contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, and strategic evaluation of forward-looking opportunities, which could be used to injure Activision if made publicly available.
12 13 14 15 16 17 18 19 20	RX1289	Defendants' Exhibit List	Document Withheld	This exhibit contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, strategic evaluation of forward-looking opportunities, market share analyses, assessment of the competitive landscape, business partnerships, terms of existing confidential agreements, revenue figures and projections, and internal presentations discussing business strategy, which could be used to injure Activision if made publicly available.
21 22 23 24 25 26 27 28	RX1296	Defendants' Exhibit List	Document Withheld	This exhibit contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, strategic evaluation of forward-looking opportunities, market share analyses, assessment of the competitive landscape, business partnerships, terms of existing confidential agreements, revenue figures and projections, and internal presentations discussing business strategy, which could be used to injure Activision if

1	Document	Party Seeking	Information	Basis for In Camera Treatment
2		to Introduce Exhibit	Requested for In Camera Treatment	Request
3				made publicly available.
4				
5				
6	RX1305	Defendants'	Document Withheld	This exhibit contains non-public and
7		Exhibit List		highly sensitive information including, but not limited to, internal
8				decision-making processes, investment decisions, strategic
9				evaluation of forward-looking opportunities, market share analyses,
10				assessment of the competitive
11				landscape, business partnerships, terms of existing confidential
12				agreements, revenue figures and projections, and internal presentations
13				discussing business strategy, which could be used to injure Activision if
14				made publicly available.
15	RX1308	Defendants'	Document Withheld	This exhibit contains non-public and
16	1111000	Exhibit List		highly sensitive information including, but not limited to, internal
17				decision-making processes, investment decisions, strategic
18				evaluation of forward-looking
19				opportunities, market share analyses, assessment of the competitive
20				landscape, business partnerships, terms of existing confidential
21				agreements, revenue figures and projections, and internal presentations
22				discussing business strategy, which
23				could be used to injure Activision if made publicly available.
24	D771010			This exhibit contains non-public and
25	RX1310	Defendants' Exhibit List	Document Withheld	highly sensitive information
26				including, but not limited to, internal decision-making processes,
27				investment decisions, strategic evaluation of forward-looking
28				opportunities, market share analyses, assessment of the competitive

1 2	Document	Party Seeking to Introduce	Information Requested for In	Basis for <i>In Camera</i> Treatment Request
3		Exhibit	Camera Treatment	lands come hysiness month enchins
				landscape, business partnerships, terms of existing confidential
4				agreements, revenue figures and projections, and internal presentations
5				discussing business strategy, which
6				could be used to injure Activision if made publicly available.
7				
8	RX3000	Defendants'	Redacted Version	This portion contains non-public and highly sensitive information
9		Exhibit List	Forthcoming	including, but not limited to, internal
10				decision-making processes, strategic evaluation of forward-looking
				opportunities, assessment of the
11				competitive landscape, business partnerships, and terms of existing
12				confidential agreements, which could
13				be used to injure Activision if made publicly available.
14				This aybibit contains non public and
15	RX3001	Defendants' Exhibit List	Document Withheld	This exhibit contains non-public and highly sensitive information
16				including, but not limited to, internal decision-making processes,
17				investment decisions, strategic
18				evaluation of forward-looking opportunities, assessment of the
				competitive landscape, business
19				partnerships, terms of existing confidential agreements, and revenue
20				figures and projections, which could
21				be used to injure Activision if made publicly available.
22	RX3006	Defendants'	Redacted Version	This portion contains non-public and
23		Exhibit List	Forthcoming	highly sensitive information including, but not limited to, internal
24				decision-making processes,
25				investment decisions, strategic evaluation of forward-looking
26				opportunities, assessment of the
				competitive landscape, business partnerships, terms of existing
27				confidential agreements, and revenue figures and projections, which could
28				be used to injure Activision if made

1 2	Document	Party Seeking to Introduce Exhibit	Information Requested for <i>In</i> Camera Treatment	Basis for <i>In Camera</i> Treatment Request
3				publicly available.
4				
5				
6	RX3008	Defendants'	Redacted Version	This portion contains non-public and
7		Exhibit List	Forthcoming	highly sensitive information including, but not limited to, internal
8				decision-making processes, investment decisions, strategic
9				evaluation of forward-looking opportunities, market share analyses,
10				assessment of the competitive
11				landscape, business partnerships, terms of existing confidential
12				agreements, revenue figures and projections, and internal presentations
13				discussing business strategy, which could be used to injure Activision if
14				made publicly available.
15	RX3011	Defendants'	Document Withheld	This exhibit contains non-public and
16		Exhibit List		highly sensitive information including, but not limited to, internal
17				decision-making processes, investment decisions, strategic
18				evaluation of forward-looking
19				opportunities, market share analyses, assessment of the competitive
20				landscape, business partnerships, terms of existing confidential
21				agreements, revenue figures and projections, and internal presentations
22				discussing business strategy, which
23				could be used to injure Activision if made publicly available.
24	DV2012	Defendants'	Dogument Withhall	This exhibit contains non-public and
25	RX3012	Defendants' Exhibit List	Document Withheld	highly sensitive information including, but not limited to, internal
26				decision-making processes,
27				investment decisions, strategic evaluation of forward-looking
28				opportunities, market share analyses, assessment of the competitive

1 2	Document	Party Seeking to Introduce Exhibit	Information Requested for <i>In</i> <i>Camera</i> Treatment	Basis for <i>In Camera</i> Treatment Request
3				landscape, business partnerships, terms of existing confidential
5				agreements, revenue figures and projections, and internal presentations discussing business strategy, which
6				could be used to injure Activision if made publicly available.
7 8	RX3095	Defendants' Exhibit List	Redacted Version Forthcoming	This portion contains non-public and highly sensitive information
9				including, but not limited to, internal decision-making processes, investment decisions, strategic
10				evaluation of forward-looking opportunities, assessment of the
11 12				competitive landscape, business partnerships, terms of existing
13				confidential agreements, and revenue figures and projections, which could be used to injure Activision if made
14				publicly available.
15 16	RX3101	Defendants' Exhibit List	Document Withheld	This exhibit contains non-public and highly sensitive information
17				including, but not limited to, internal decision-making processes, investment decisions, strategic
18				evaluation of forward-looking opportunities, market share analyses,
19 20				assessment of the competitive landscape, business partnerships,
21				terms of existing confidential agreements, revenue figures and
22				projections, and internal presentations discussing business strategy, which could be used to injure Activision if
23				made publicly available.
24 25	RX5004	Defendants' Exhibit List	Redacted Version Forthcoming	This portion contains non-public and highly sensitive information
26				including, but not limited to, internal decision-making processes,
27				investment decisions, strategic evaluation of forward-looking
28				opportunities, market share analyses, assessment of the competitive

1 2	Document	Party Seeking to Introduce Exhibit	Information Requested for <i>In</i> Camera Treatment	Basis for <i>In Camera</i> Treatment Request
3 4				landscape, business partnerships, terms of existing confidential agreements, revenue figures and
5				projections, and internal presentations discussing business strategy, which
6 7				could be used to injure Activision if made publicly available.
8	RX5005	Defendants' Exhibit List	Redacted Version Forthcoming	This portion contains non-public and highly sensitive information
9		Emilia Dist	1 orangoning	including, but not limited to, internal decision-making processes, investment decisions, strategic
10 11				evaluation of forward-looking opportunities, market share analyses,
12				assessment of the competitive landscape, business partnerships,
13				terms of existing confidential agreements, revenue figures and
14 15				projections, and internal presentations discussing business strategy, which could be used to injure Activision if
16				made publicly available.
17	RX5006	Defendants' Exhibit List	Redacted Version Forthcoming	This portion contains non-public and highly sensitive information
18 19				including, but not limited to, internal decision-making processes, investment decisions, strategic
20				evaluation of forward-looking opportunities, market share analyses,
21				assessment of the competitive landscape, business partnerships,
22				terms of existing confidential agreements, revenue figures and
23 24				projections, and internal presentations discussing business strategy, which
25				could be used to injure Activision if made publicly available.
26	RX5007	Defendants' Exhibit List	Document Withheld	This exhibit contains non-public and highly sensitive information
27 28		Exilibit List		including, but not limited to, internal decision-making processes, investment decisions, strategic

1	Document	Party Seeking	Information	Basis for <i>In Camera</i> Treatment
2	Document	to Introduce Exhibit	Requested for In Camera Treatment	Request
3				evaluation of forward-looking opportunities, market share analyses,
4				assessment of the competitive landscape, business partnerships,
5				terms of existing confidential
6				agreements, revenue figures and projections, and internal presentations
7				discussing business strategy, which could be used to injure Activision if
8				made publicly available.
9	RX5008	Defendants'	Redacted Version	This portion contains non-public and
10		Exhibit List	Forthcoming	highly sensitive information including, but not limited to, internal
11				decision-making processes, investment decisions, strategic
12				evaluation of forward-looking opportunities, market share analyses,
13				assessment of the competitive
14				landscape, business partnerships, terms of existing confidential
15				agreements, revenue figures and projections, and internal presentations
16				discussing business strategy, which
17				could be used to injure Activision if made publicly available.
18	DAZZOOO	D.C. 1. (1)	D (W/41 11	This exhibit contains non-public and
19	RX5009	Defendants' Exhibit List	Document Withheld	highly sensitive information
20				including, but not limited to, internal decision-making processes,
21				investment decisions, strategic evaluation of forward-looking
22				opportunities, market share analyses, assessment of the competitive
23				landscape, business partnerships,
24				terms of existing confidential agreements, revenue figures and
25				projections, and internal presentations discussing business strategy, which
26				could be used to injure Activision if
27				made publicly available.

1	Document	Party Seeking	Information	Basis for <i>In Camera</i> Treatment
2		to Introduce Exhibit	Requested for In Camera Treatment	Request
3 4	RX5010	Defendants' Exhibit List	Redacted Version Forthcoming	This portion contains non-public and highly sensitive information including but not limited to internal
5				including, but not limited to, internal decision-making processes, investment decisions, strategic
6				evaluation of forward-looking
7				opportunities, market share analyses, assessment of the competitive
8				landscape, business partnerships, terms of existing confidential
9				agreements, revenue figures and projections, and internal presentations
10				discussing business strategy, which could be used to injure Activision if
11				made publicly available.
12	RX5023	Defendants' Exhibit List	Redacted Version	This portion contains non-public and highly sensitive information
13 14		Exilibit List	Forthcoming	including, but not limited to, internal decision-making processes,
15				investment decisions, strategic
16				evaluation of forward-looking opportunities, market share analyses,
$17 \parallel$				assessment of the competitive landscape, business partnerships,
18				terms of existing confidential agreements, revenue figures and
19				projections, and internal presentations discussing business strategy, which
20				could be used to injure Activision if made publicly available.
21				This exhibit contains non-public and
22	RX5027	Defendants' Exhibit List	Document Withheld	highly sensitive information
23				including, but not limited to, internal decision-making processes,
24				investment decisions, strategic evaluation of forward-looking
25				opportunities, market share analyses, assessment of the competitive
26				landscape, business partnerships, terms of existing confidential
27				agreements, and revenue figures and projections, which could be used to
28				injure Activision if made publicly

1 2	Document	Party Seeking to Introduce Exhibit	Information Requested for In Camera Treatment	Basis for <i>In Camera</i> Treatment Request
3				available.
4				
5				
6	RX5028	Defendants'	Document Withheld	This exhibit contains non-public and
7		Exhibit List		highly sensitive information including, but not limited to, internal
8				decision-making processes, investment decisions, strategic
9				evaluation of forward-looking opportunities, market share analyses,
10				assessment of the competitive
11				landscape, business partnerships, terms of existing confidential
12				agreements, and revenue figures and projections, which could be used to
13				injure Activision if made publicly available.
14				
15	RX5029	Defendants' Exhibit List	Redacted Version Forthcoming	This portion contains non-public and highly sensitive information
16				including, but not limited to, internal decision-making processes,
17				investment decisions, strategic evaluation of forward-looking
18				opportunities, market share analyses,
19				assessment of the competitive landscape, business partnerships,
20				terms of existing confidential agreements, and revenue figures and
21				projections, which could be used to injure Activision if made publicly
22				available.
23	RX5030	Defendants'	Document Withheld	This exhibit contains non-public and
24		Exhibit List		highly sensitive information including, but not limited to, internal
25				decision-making processes, investment decisions, strategic
26				evaluation of forward-looking
27				opportunities, market share analyses, assessment of the competitive
28				landscape, business partnerships, terms of existing confidential

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Document	Party Seeking to Introduce Exhibit	Information Requested for <i>In</i> <i>Camera</i> Treatment	Basis for <i>In Camera</i> Treatment Request
			agreements, and revenue figures and projections, which could be used to injure Activision if made publicly available.
RX5042	Defendants' Exhibit List	Redacted Version Forthcoming	This portion contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, strategic evaluation of forward-looking opportunities, market share analyses, assessment of the competitive landscape, business partnerships, terms of existing confidential agreements, revenue figures and projections, and internal presentations discussing business strategy, which could be used to injure Activision if made publicly available.

ARGUMENT

I. In Camera Treatment of the Exhibits Is Warranted Under Ninth Circuit Precedent as They Contain Activision's Confidential Business Information

The above-mentioned exhibits contain competitively sensitive business information and warrant in camera treatment at the evidentiary hearing. In the Ninth Circuit, "[p]arties seeking to seal judicial records relating to motions that are 'more than tangentially related to the underlying cause of action,' bear the burden of overcoming the presumption with 'compelling reasons supported by specific factual findings that outweigh the general history of access and the public policies favoring disclosure." *Lenovo* (*United States*) *Inc. v. IPCom GmbH & Co.*, KG, 2022 WL 2313948, at *1 (N.D. Cal. Jun. 28, 2022); see also Kamakana v. City & County of Honolulu, 447 F.3d 1172, 1179 (9th Cir. 2006) ("[T]he court must 'conscientiously [] balance the competing interests' of the public and the party who seeks to keep certain judicial records secret.""). Courts in this Circuit regularly find that sealing is warranted where the records or information that are sought to be sealed could be used "as sources of business information that might harm a litigant's competitive standing." *Nixon v. Warner Commc'ns, Inc.*, 435 U.S. 589, 598

(1978); see also In re Elec. Arts, Inc., 298 F. App'x 568, 569 (9th Cir. 2008) (same); Velasco v. Chrysler Grp. LLC, No. CV 13-08080 DDP (VBK), 2017 WL 445241, at *2 (C.D. Cal. Jan. 30, 2017) (stating that "district courts in this Circuit have sealed records containing 'information about proprietary business operations, a company's business mode or agreements with clients,' [and] 'internal policies and strategies'") (internal citations omitted).

"The Ninth Circuit has explained that 'in general, compelling reasons sufficient to outweigh the public's interest in disclosure and justify sealing court records exist when such court files might have become a vehicle for improper purposes, such as the use of records to . . . release trade secrets." *Velasco*, 2017 WL 445241, at *2 (quoting *Elec. Arts*, 298 F. App'x at 569); *see also Elec. Arts*, 298 F. App'x at 569 ("A 'trade secret may consist of any formula, pattern, device or compilation of information which is used in one's business, and which gives him an opportunity to obtain an advantage over competitors who do not know or use it.") (citation omitted). A court has "broad latitude" to grant protective orders to prevent disclosure of "many types of information, including, but not limited to, trade secrets or other confidential research, development, or commercial information." *Phillips ex rel. Estates of Byrd v. Gen. Motors Corp.*, 307 F.3d 1206, 1211 (9th Cir. 2002).

In determining whether a document should be filed under seal, courts consider, among other things, the measures taken to guard the information's secrecy and the value of the information to the business or its competitors. *E.g.*, *Phillips ex rel. Estates of Byrd v. Gen. Motors Corp.*, 307 F.3d 1206, 1212 (9th Cir. 2002). Here, Activision seeks *in camera* treatment of only the exhibits on Defendants' and the FTC's exhibit lists that reference and reflect, among other things, confidential, proprietary information relating to Activision's internal decision-making processes, investment decisions, strategic evaluation of forward-looking opportunities, market share analyses, assessment of the competitive landscape, business partnerships, terms of existing confidential agreements, revenue figures and projections, and internal presentations discussing business strategy. The disclosure of this information could be used to injure Activision if made publicly available.

II. In Camera Treatment of the Exhibits Is Necessary to Protect Defendants' Confidential and Proprietary Business Information

Activision seeks in camera treatment of the above-mentioned exhibits, which contain

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Activision's non-public and highly sensitive information. Examples of such confidential information include, but are not limited to, Activision's internal decision-making processes, investment decisions, strategic evaluation of forward-looking opportunities, market share analyses, assessment of the competitive landscape, business partnerships, terms of existing confidential agreements, revenue figures and projections, and internal presentations discussing business strategy. Disclosure of this information would provide Activision's competitors with private data about Activision's performance and business strategy, which could harm Activision's competitive standing. *See Cont'l Auto. Sys. v. Avanci, LLC*, No. 19-cv-02520-LHK, 2019 WL 6612012, at *4 (N.D. Cal. Dec. 5, 2019). As set forth in the supporting Declaration of Page Robinson, Activision actively seeks to maintain the secrecy of the types of confidential information contained in the parties' exhibit lists. Thus, the unsealing of this highly confidential and sensitive information would cause injury to Defendants that cannot be avoided through less restrictive alternatives. (*See* Decl. of Page Robinson, ¶ 5.)

Finally, Activision provided the FTC with confidential business information cited in the Opposition and supporting materials pursuant to the statutory and regulatory guarantees of confidentiality contained in the Hart-Scott-Rodino Act or the FTC Act. *See* 15 U.S.C. §§ 18a(h), 46(f), 57b-2(b), 57b-2(c); 6 C.F.R. § 4.10(d)-(g). In similar cases, the FTC has acknowledged the need to maintain the confidentiality of a party's confidential business information that has been provided to the FTC via a regulatory request. *See, e.g., FTC v. Lockheed Martin Corp.*, 2022 WL 1446650, at *2 (D.D.C. Jan. 25, 2022) ("According to the FTC, sealing the complaint is appropriate . . . because the filing includes confidential information submitted . . . pursuant to 'statutory and regulatory guarantees of confidentiality.' . . . The requested sealing covers only confidential information and is, according to the FTC, required by regulation.").

III. Conclusion

As stated above, compelling reasons justify Activision's request for *in camera* treatment of the Activision's confidential business information contained in the above-mentioned exhibits. Activision therefore respectfully request that this Court grant its Second Amended Administrative Motion. In compliance with Civil Local Rule 79-5(d), redacted and unredacted versions of the Exhibits warranting *in camera* treatment accompany this Second Amended Administrative Motion. In accordance with Civil

1	Local Rule 7-11, Activision has also filed a Proposed Order herewith.			
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3	DATED: June 22, 2023	By: <u>/s/ Caroline Van Ness</u>		
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